

COUNCIL OF GOVERNORS MEETING

8 APRIL 2019

Your Health. Our Priority.



Council of Governors bundle - PUBLIC MEETING - 8 April 2019

	Document	Page
1	CoG Meeting Agenda 8 Apr 19	3
2	Item 3 - CoG Minutes 5 Dec 2018	5
3	Item 4 - Chair's Report	15
4	Item 5 - Chief Executive's Report	21
5	Item 7 - Nominations Committee Report	27
6	Item 8 - Committee Terms of Reference Report	31
7	Item 8_1 - Attach 1 to Committee ToR Report	35
8	Item 8_2 - Attach 2 to Committee ToR Report	39
9	Item 9.1 - Membership Engagement Cttee Report	43
10	Item 9.2 - Quality in Care Committee (KIR) - 1 April 19	45

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Meeting of the Council of Governors Monday, 8 April 2019

Held at 5.30pm in the Lecture Theatres, Pinewood House, Stepping Hill Hospital

AGENDA

Time			Enc	Presenting
1730	1.	Apologies for Absence		
	2.	Amendments to Declarations of Interests		
1730	3.	Minutes of previous meeting: 5 December 2018	\checkmark	A Belton
1735	4.	Chair's Report	\checkmark	A Belton
1740	5.	Chief Executive's Report	\checkmark	L Robson
1745	6.	Results of Lead Governor Elections	Verbal	A Belton
1750	7.	Nominations Committee Report	\checkmark	A Belton
1755	8.	Committee Terms of Reference Report	\checkmark	C Parnell
1800	9.	Reports from Governor Committees:	\checkmark	Committee Chairs
		Membership Engagement CommitteeQuality in Care Committee		Chang
1805	10.	Lead Governor Communication	Verbal	L Jenkins
	11.	DATE, TIME & VENUE OF NEXT MEETING		

11.1 Wednesday, 17 July 2019, 4.00pm in the Lecture Theatres, Pinewood House.

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STOCKPORT NHS FOUNDATION TRUST Minutes of a Council of Governors Meeting Held on Wednesday 5 December 2018, 4.00pm in the Lecture Theatres, Pinewood House, Stepping Hill Hospital

Present:

Mr A Belton	Chair
Ms L Appleton	Public Governor
Mrs E Brown	Public Governor
Dr R Catlow	Public Governor
Mr C Dawson	Staff Governor
Cllr L Dowson	Public Governor
Prof C Galasko	Public Governor
Mrs K Glass	Staff Governor
Mr R Greenwood	Public Governor
Mr L Jenkins	Public Governor
Mr T Johnson	Public Governor
Ms J Keyes	Staff Governor
Mr R King	Public Governor
Dr T Kondratowicz	Public Governor
Mr C Lyons	Public Governor
Mr T Morley	Public Governor
Cllr T McGee	Appointed Governor
Miss C Mitchell	Staff Governor
Mrs L Woodward	Public Governor
Mr G Wright	Public Governor

In attendance:

47/18 Apologies for absence

Apologies for absence were received from Miss C Barton, Mr D Hopewell, Ms A Smith, Mr M Sugden and Mrs J Wragg.

Mr A Belton welcomed recently-elected Governors to the meeting and introductions were made.

48/18 Amendments to Declarations of Interests

There were no amendments made to the Register of Interests.

ACTION

49/18 Minutes of the Previous Meeting

The minutes of the previous meeting held on 25 October 2018 were agreed as a true and accurate record of the meeting. The action log was reviewed and annotated accordingly.

50/18 Chair's Report

Mr A Belton advised the Council that the Trust was increasingly involved with NHS Improvement (NHSI) colleagues regarding financial oversight. He reported that the Trust had accepted an offer from NHSI of further support in this area and noted that the nature of that support was being established.

Mr A Belton briefed the Council on forthcoming changes to the Board composition and advised that Mrs H Thomson, Interim Chief Executive, was due to leave the Trust at the end of 2018 and Mr P Buckingham would retire at the end of February 2019. Mr A Belton also advised that a recruitment process was underway to recruit to the posts of the Director of Workforce & Organisational Development and Director of Finance. He wished to formally record his thanks to Mrs H Thomson for all her work over the past year as Interim Chief Executive.

The Council of Governors:

• Noted the verbal Chair's Report.

51/18 Chief Executive's Report

Mr H Mullen presented a report which provided an overview of recent operational and strategic developments. He briefed the Council on the content of the report and, with regard to Breast Services, advised that the Executive Management Group had agreed that a phased approach to the re-introduction of normal referral patterns should be adopted. Mr H Mullen advised that the first phase, which would be implemented as soon as practicable, would be re-introduction of referrals to Stepping Hill Hospital from North Derbyshire CCG. He noted that, at present, it was anticipated that normal services would be fully resumed by January 2019.

In response to a question from Mrs L Woodward, Mr H Mullen advised that formal communication regarding Breast Services would be cascaded the following week but noted that Governors were welcome to communicate the message in the meantime. In response to questions from Mrs L Woodward and ClIr L Dowson, Mr H Mullen acknowledged the impact of the interim referral arrangements on patients, particularly those living in the High Peak. He noted that the situation had progressed very quickly but commented that in future, the Trust would endeavour to engage Governors as early as possible in the event of similar service changes. In response to a further question from Mrs L Woodward, Mr H Mullen advised that the Trust was in the process of reviewing referral management with Stockport CCG. He then briefed the Council on the anticipated process from a North Derbyshire CCG perspective, noting the use of improved facilities in Buxton and Cavendish.

In response to a question from Mr T Johnson, Mr H Mullen provided further clarity on the Trust's decision to introduce interim referral arrangements as supportive action to reduce the level of referrals being managed by the Trust. Mr H Mullen then referred the Council of Governors to s3 of the report and provided an overview of developments with regard to the Electronic Patient Record (EPR) Programme. In response to a number of questions from Governors, Mr H Mullen provided further clarity and briefed the Council on issues regarding implementation of the programme. He noted that the Trust was presently withholding payment of a maintenance agreement until a satisfactory position was reached with the service provider. Mr A Belton advised that Mrs C Anderson was providing Non-Executive Director support in this area.

Mr C Lyons joined the meeting.

Mr H Mullen then referred to s4 of the report and briefed the Council on the 2018/19 Winter Plan. In response to a question from Mr G Wright, Mr H Mullen provided further clarity regarding arrangements for the monitoring of the Winter Plan. Mr A Belton noted that the Board had agreed to hold an additional meeting in December 2018 to review progress with the plan. Mr H Mullen concluded the report by advising the Council of a Celebrating Stockport Event which had taken place on 4 December 2018. Mr P Buckingham commended the event and noted that it had been uplifting from a staff morale point of view, particularly at a time of such extreme challenges faced by the hospital. These comments were endorsed by Mrs K Glass.

In response to a comment from Mr T Johnson, who requested that updates on finance and staffing be included in future Chief Executive's Reports, Mr A Belton noted that information on both subject areas was available in the monthly Performance Reports to the Board. Mr P Buckingham endorsed the comment but suggested that summary information on any specific areas of interest to Governors could be included in future reports. Mr L Jenkins noted that he would welcome this selective approach and commented that brief updates on Cost Improvement Programme and Enhanced Oversight would be useful. Mr A Belton acknowledged these comments which he agreed to reflect upon.

The Council of Governors:

• Received and noted the Chief Executive's Report

52/18 Non-Executive Directors – Terms of Office

Mrs C Anderson left the room for this agenda item. Mr A Belton presented a report which sought approval from the Council of Governors for extension of term of office for the following Non-Executive Directors:

- Mrs C Anderson
- Ms A Smith
- Mr M Sugden.

Mr A Belton briefed the Council on the content of the report and advised that the proposals detailed in s5 of the report had been unanimously endorsed by members of the Nominations Committee at a meeting held on 28 November 2018. In response to a question from Dr T Kondratowicz, Mr A Belton provided further clarity regarding the maximum tenure for Non-Executive Directors.

The Council of Governors:

- Received and noted the report and approved the following recommendations:
 - Mrs C Anderson to be appointed for a further 3-year term commencing 1 January 2019
 - Ms A Smith to be appointed for a further 3-year term commencing 1 April 2019
 - Mr M Sugden to be appointed for a further 12-month period commencing 1 April 2019.

53/18 Nominations Committee Report

Mr A Belton presented a report which advised the Council of Governors of business conducted at a meeting of the Nominations Committee held on 28 November 2018. He briefed the Council on the content of the report and advised that the Committee had completed a review of its Terms of Reference. Mr A Belton noted that the outcomes of the review, in the form of draft Terms of Reference, were included for reference at Annex A of the report. The Council of Governors consequently approved the draft Terms of Reference.

Mr P Buckingham then referred the Council to s3.4 of the report and advised that the terms of office of two of the Governor members of the Committee would expire in December 2018. He noted that the Nominations Committee had agreed that self-nominations to fill these positions should be sought from members of the Council of Governors. Mr P Buckingham was pleased to report that four nominations had been received for the two available seats and requested Governors to complete ballot forms, tabled earlier at the meeting, to cast their vote.

Mrs S Curtis left the meeting to count the votes.

On the return of Mrs S Curtis with the outcomes of the ballot, Mr P Buckingham announced that Mrs E Brown and Dr R Cryer had been successful in the election and were therefore elected to the Nominations Committee for a 3-year term, effectively immediately.

The Council of Governors:

- Received and noted the Nominations Committee Report
- Approved the draft Terms of Reference included at Annex A of the report
- Elected Mrs E Brown and Dr R Cryer as members of the Nominations Committee for a 3-year term effective immediately.

54/18 Reports from Governor Committees

Governance & Membership Committee

Mr L Jenkins briefed the Council on matters considered during a meeting held on 5 November 2018. He noted in particular discussion on development of the Membership Strategy and a decision to establish a working group comprised of Mr L Jenkins, Mrs E Brown and Mr Greenwood to work with the Head of Communications to progress this matter. Mr L Jenkins also noted discussion on vacancies in the Bramhall & Cheadle constituency with Committee agreement that a pragmatic approach would be to maintain the vacancies until Governor elections in the summer of 2019. The Council endorsed this approach.

Quality Standards Committee

Mr R King briefed the Council on matters considered during a meeting of the Quality Standards Committee held on 15 November 2018. He advised that it had been a positive meeting with good management input from Mrs E Rogers, Matron for Patient Experience. Mrs L Appleton noted that a matter raised relating to the Trust's library service was being taken forward by Mrs E Rogers.

The Council of Governors:

• Received and noted the reports from Governor Committees.

Mr A Bailey joined the meeting.

55/18 Trust Strategy – Consultation Process Update

Mr A Bailey, Associate Director of Strategy & Planning, presented a report which provided an update on the ongoing consultation process regarding the refreshed Trust Strategy. He briefed the Council on the content of the report and made specific reference to ongoing briefing sessions held for staff and key stakeholders. He noted that the briefing sessions would run until 31 December 2018 and that the patient consultation process would begin in January 2019. Mr A Bailey then referred the Council to s3.2 of the report and provided an overview of emerging themes and associated actions.

In response to a question from Mr A Belton, Mr A Bailey advised that Governors would be updated on progress at the conclusion of the consultation period. Mr P Buckingham suggested that the update for Governors be delivered as a workshop style session. In response to questions from a number of Governors, Mr A Bailey and Mr H Mullen provided further clarity regarding numbers of staff taking part in the consultation briefing sessions and ways in which staff who did not work normal core hours were included in the process. In response to a question from Mr A Bailey, who queried how the process felt from an SMBC perspective, Cllr T McGee noted that a meeting had been arranged with the leadership team but suggested that a session be arranged with the Cabinet. This suggestion was acknowledged by Mr H Mullen.

The Council of Governors:

Received and noted the Trust Strategy Consultation Progress Report.

Mr A Bailey left the meeting.

56/18 **Governor Committee Arrangements**

Mr P Buckingham presented a report which proposed a review of Committee arrangements to the Council of Governors for approval. He briefed the Committee on the content of the report and provided an overview regarding the background to the proposals as detailed in s3 of the report. In response to a comment from Cllr L Dowson, Mr P Buckingham noted that the availability of the Committee Chair and the inability to identify alternative meeting dates had been a key factor for the ineffective operating of the Patient Experience Committee.

The Council of Governors consequently agreed to merge the Quality Standards Committee and Patient Experience Committee to form a Quality of Care Committee. It was agreed that the Committee membership should also be merged. The Council also agreed to establish a separate Membership Engagement Committee. In response to a comment from Mr L Jenkins, who urged more Governors to join the Governance Committee, Mr P Buckingham advised that he would be writing to Governors with details of the revised Committee meeting dates and request expressions of interest for membership of both the Membership Engagement Committee and the Governance Committee.

The Council of Governors:

- Received and noted the Governor Committee Arrangements Report.
- Agreed to merge the Quality Standards Committee and Patient • Experience Committee to form a Quality of Care Committee.
- Agreed to establish a separate Membership Engagement Committee.

ABailey

57/18 Lead Governor Communication

Mr L Jenkins briefed the Council of his Lead Governor activities since the last meeting which included observation of Board meetings; chairing a Governance Committee meeting; a meeting with the Chair; attending a new working group and an Ophthalmology presentation; participating in a Patient Safety Walk Round; and attending a meeting of the Nominations Committee.

Mr L Jenkins then advised the Council of Governors of his intention to step down from the role of Lead Governor at the next Council meeting on 8 April 2019 and provided an overview of the reasons behind the decision. He commended the role to Governors, noting that he had found it highly rewarding, and offered to discuss the role in greater detail with any interested Governors. Mr A Belton thanked Mr L Jenkins for all his work as Lead Governor, noting his appreciation for the considerable contribution Mr L Jenkins had made as part of the role. Mr P Buckingham advised that he would be writing to Governors regarding the process for the election of a new Lead Governor.

In response to a question from Mrs L Woodward, Mr A Belton advised that he had written to all Governors inviting views on the subject of Governor tenure and that a report on the subject matter would be considered at the Council meeting on 8 April 2019.

The Council of Governors:

• Received and noted the verbal report.

58/18 Council of Governors – Collective Performance

Mr P Buckingham presented a report which provided feedback on the outcome of a Collective Performance Assessment to the Council of Governors. He briefed the Council on the content of the report and thanked those Governors who had completed the questionnaire. Mr P Buckingham advised that a copy of the consolidated responses had been included for reference at Annex A of the report. In response to a question from Mr A Belton, all Governors present agreed that the information included in the summary document was a fair reflection of the responses.

In response to a question from Mr A Belton to the Non-Executive Directors, Mrs C Anderson commented that, while the overall themes had not been surprising, she had been surprised to note that some Governors did not feel comfortable participating for fear of 'saying the wrong thing'. Dr M Cheshire made reference to Question 11, final bullet point, and queried what additional Non-Executive Director observation Governors wished to see. He commented that much of the Non-Executive duties were undertaken 'behind the scenes', noting as examples chairing of incident meetings as Senior Independent Director and reading considerable amounts of papers in preparation for meetings. This comment was acknowledged by a number of Governors.

Ms L Appleton commented that the preparatory session held prior to today's Council meeting had been useful in promoting closer working relationships between Governors and Non-Executive Directors. Mrs C Barber-Brown noted the Governor duty of holding Non-Executive Directors to account and commented that she would welcome more questions from Governors. This comment was endorsed by Mrs K Glass who noted the need for Governors to receive assurance rather than delve into operational detail.

In response to a comment from Cllr L Dowson, who raised a concern regarding the number of times Council meeting dates and times had been rescheduled, Mr P Buckingham noted that, whilst there had been valid reasons in all instances where meeting dates had been rearranged, he agreed that it was important to ensure that the Corporate Calendar was adhered to as much as possible.

Mr A Belton referred the Council to s3.2 of the report which identified the following four themes for consideration by the Council of Governors:

- Enhancing understanding and practical application of Roles & Responsibilities
- Enhancing understanding and practical application of Holding to Account responsibilities
- Continuing development of Committee arrangements
- Improving Governor communication and engagement with members.

Mr L Jenkins made reference to a Governor Role & Responsibilities document which included information about the Governor duty of holding Non-Executive Directors to account. He proposed that a session to remind Governors of their role and responsibilities would be useful. This proposal was endorsed by those Governors present. Mr P Buckingham commented that the document referred to by Mr L Jenkins had been agreed and adopted by the Council some time ago and suggested that an initial review of the content by the Governance Committee would be useful. In response to a question from Mr R Greenwood, Mr P Buckingham suggested that the issue of time commitment and effective use of time could be included in the Governor Role & Responsibilities document as part of the review.

The Council of Governors:

- Received and noted the 'Assessing Collective Performance Council of Governors' Report and noted the outcomes of the Effectiveness Review included at Annex A of the report
- Adopted the areas identified at s3.2 of the report as the basis for a forward Development Programme for the Council of Governors.

PΒ

59/18 Date, time and venue of next meeting.

The next meeting of the Council of Governors would be held on Monday, 8 April 2019, in the Lecture Theatres, Pinewood House, commencing at 4.00pm.

Signed:

Date: _____

COUNCIL OF GOVERNORS: ACTION TRACKING LOG

Ref.	Meeting	Minute Ref	Subject	Action	Responsible
5/18	25 Oct 18	41/18	Revised Trust Strategy	It was agreed that a report on progress with the consultation and emerging themes would be presented at the next meeting on 5 December 2018. Update 5 Dec 18 – Report included on the agenda. Action complete.	H Mullen (Deputy Chief Executive)
06/18	5 Dec 18	55/18	Trust Strategy – Consultation Process Update	In response to a question from Mr A Belton, Mr A Bailey advised that Governors would be updated on progress at the conclusion of the consultation period. Mr P Buckingham suggested that the update for Governors be delivered as a workshop style session.	A Bailey (Associate Director of Strategy & Planning)
07/18	5 Dec 18	58/18	Council of Governors – Collective Performance	Mr P Buckingham commented that the Governor Role & Responsibilities document had been agreed and adopted by the Council some time ago and suggested that an initial review of the content by the Governance Committee would be useful.	P Buckingham (Director of Corporate Affairs)



Report to:	Council of Governors	Date:	8 April 2019
Subject:	Chair's Report		
Report of:	Chair	Prepared by:	Mrs C Parnell

REPORT FOR NOTING

Corporate objective ref:		Summary of Report The purpose of this report is to advise the Council of Governors of the Chair's recent and planned activities.
Board Assurance Framework ref:		
CQC Registration Standards ref:	N/A	
Equality Impact Assessment:	Completed Not required	
Attachments:		

This subject has previously been reported to:	 Board of Directors Council of Governors Audit Committee Executive Team Quality Committee F&P Committee 	 PP Committee SD Committee Charitable Funds Committee Nominations Committee Remuneration Committee Joint Negotiating Council Other

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1. PURPOSE OF THE REPORT

- 1.1 The purpose of this report is to advise the Council of Governors of the Chair's recent and planned activities. The report provides brief information in relation to:
 - Notable events
 - Matters concerning the development of the Board itself
 - Engagements and visits on behalf of the Trust
 - Any significant regulatory developments that as Chair has been involved in
 - A forward look to significant events or possible developments.

2. NOTABLE EVENTS

We have seen some good improvement to our A&E performance, and while we know we have more to do to sustain a consistent performance against the four hour target I wanted to take this opportunity to offer my thanks to everyone who has contributed to this and the improved flow through the hospital, which has made such a big difference. I was at an event attended by Simon Stevens, Chief Executive of NHS England, recently and he asked Trust Chairs to convey his thanks and appreciation to all colleagues for a better winter performance compared to last year.

Research and innovation is so important to the future of the NHS and this Trust that I was delighted to attend our recent clinical research open day to officially open new facilities for our research team. The work I heard about at the event and the enthusiasm of our colleagues involved in research was truly impressive.

Recently the Board of Directors approved our Estates Strategy, so it has been good to see early steps in its implementation with the demolition of wards A12 and A15, which will make such a difference to the site.

As part of our efforts to embrace digital innovation I am pleased to see that patients will start to get outpatients letters direct to their mobile telephones from 1 April 2019. We currently mail about 100,000 letters a year, and during 2017-18 8.2% of appointments were missed at an average cost of £160 per appointment. It is hoped the electronic patient letters will help to reduce missed appointments and save costs. Any patient who prefers to receive letters by post can opt out.

3. BOARD DEVELOPMENT

Angela Smith stepped down as a Non-Executive Director at the end of March 2019. She has made a major contribution to the Board of Directors and the Trust during the time she has been with us and she will be missed by everyone who has worked with her. As Chair of the People Performance Committee, Angela has focused its efforts on key on strategic issues, as well as taking an active role in determining a more efficient and effective triangulation of the work of her Committee with the other Committees. She has been an active member of Audit Committee and has worked with the Interim Director of Workforce & Organisational Development on devising a Board development programme that is appreciated by her Board colleagues. We wish her well for the future, and our Nominations Committee has agreed a process to find her successor.

Following their appointments Mr Greg Moores and Mr John Graham have now confirmed their start dates in their respective roles of Director of Workforce and Director of Finance, and we look forward to having them both in post full-time by the beginning of June. Mr Graham will already be familiar to the Trust as he has begun to spend some time in the organisation helping with our medium to long term financial planning.

On 21 March 2019, Non-Executive Directors spent some time together with a training session on serious incidents, as well as discussing the outcomes of the reviews of corporate governance, communication and corporate administration support undertaken by Mrs Caroline Parnell.

Following Mr Buckingham's retirement Mrs Parnell has agreed to provide some interim support managing the Director of Corporate Affairs' functions while we decide how to take forward the review recommendations.

4. CHAIR ENGAGEMENTS

26 February 2019	Half day shadowing and supporting porters in the hospital		
	Meeting with NHS Improvement finance leads to discuss		
	their interim report		
7 March 2019	Opened the new research team facilities		
	Meeting with MPs Mary Robinson and William Wragg		
	Half day shadowing and supporting domestic cleaning		
	staff in the hospital		
9 March 2019	Greater Manchester Health and Care Board		
14 March 2019	Chaired the Council of Governors Nominations		
	Committee		
	NHSI Finance Enhanced Oversight meeting		
19 March 2019	NHS Providers Chairs and CEO Network Event		

4.1 A summary of the Chair's recent activities is as follows:

5. REGULATORY DEVELOPMENTS

As the Council of Governors is aware we have had valuable engagement with, and support from, NHS Improvement on our current financial position and plans for the future. It is important that we get off to a good start in 2019-20 in terms of achieving our financial plan, and as a result I look forward to reducing financial oversight meetings from monthly to quarterly.

There are significant changes happening at NHS Improvement and NHS England as they work together to create a new organisation focused on working with providers to deliver the ambitions and vision of the NHS 10 Year Plan. There will inevitably be changes to posts and the people we have worked with in both organisations, and we will need to establish effective relationships with individuals in the new body as it develops.

6. FORWARD LOOK

We have begun a new financial year and it is important that we go into 2019-20 with high levels of assurance that our plans for quality, finance, performance and workforce are both realistic and achievable. I know that there has been a great deal of engagement with Business Groups to develop our financial and operational plan for 2019-20, and ensure they understand their key role in delivering the standards we have signed up to.

At the Council of Governors' meeting on 8 April 2019, a key agenda item will be the appointment of a new lead governor following the decision by Mr Les Jenkins to step down from the role. Mr Jenkins has been an excellent lead governor and the Council will choose his successor from two candidates who have put themselves forward for the role – Mrs Eve Brown and Mr Roy Greenwood. The results of the Lead Governor Elections will be considered under a separate item on the agenda.

7. RECOMMENDATIONS

The Council of Governors is recommended to:

• Receive and note the content of the report.

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Report to:	Council of Governors	Date:	8 April 2019
Subject:	Chief Executive's Report		
Report of:	Chief Executive	Prepared by:	Mrs C Parnell

REPORT FOR NOTING

Corporate objective ref:		Summary of Report The purpose of this report is to advise the Council of Governors of recent operational and / or strategic
Board Assurance Framework ref:		 developments. Subject areas included in the report are: Performance Strategy
CQC Registration Standards ref:	N/A	 Staff recruitment Partnerships Care Quality Commission Awards, events and recognition
Equality Impact Assessment:	Completed	

Attachments: Nil		
This subject has previously been reported to:	 Board of Directors Council of Governors Audit Committee Executive Team Quality Committee F&P Committee 	 PP Committee SD Committee Charitable Funds Committee Nominations Committee Remuneration Committee Joint Negotiating Council Other

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1. PURPOSE OF THE REPORT

The purpose of this report is to advise the Council of Governors of recent operational and strategic developments.

2. PERFORMANCE

All Governors should know how the organisation is performing against key national standards if they are to hold the Board of Directors to account for delivering the terms of our authorisation as an NHS Foundation Trust.

I plan to present reports to future Council of Governors meetings detailing how the Trust is performing against a number key national standards for quality of care, workforce and finance. In the meantime I draw the Council of Governors attention to a number of key areas:

- A&E we have seen some real signs of progress in addressing our performance against the four hour A&E target, with our average performance rising from 58% to around 85% and on a number of occasions we have even been above 90%. This has been as a result of sustained focus on flow throughout the hospital, and working in partnership across the Stockport system to help patients get home from hospital or be cared for as close to home as possible when they no longer need acute care. The position continues to be variable as we have seen in just the last week but I believe we are starting to make good progress against this key standard.
- Quality we had an excellent presentation at the March Board of Directors meeting highlighting all the work that has gone on in both our hospital and community services to address some key quality standards over the last year, not least being on track to achieve a 50% reduction in avoidable pressure ulcers in the community by the end of the 2018-19. Our sustained focus on making quality improvements has been recognised by our regulators, NHS Improvement, and I would like to take this opportunity to record my thanks to all of our staff for their hard work and commitment.
- Integrated transfer team Our Board of Directors meeting always starts with an impactful patient story, and the March meeting began with a fascinating presentation about the work of the integrated transfer team managing a very complex patient discharge. We have had external feedback that this model of a team led by the clinical commissioning group (CCG) and local authority but based in the hospital is unique in the country, and it has had a major impact on reducing bed days for stranded and super stranded patients.

- Flu all NHS Trusts were set the target of vaccinating 75% of front-line staff against flu as part of national planning for winter. Some 79.3% of our frontline staff took up the opportunity to protect themselves, their families and patients against flu, compared to 73.9% last year. We understand that we the Stockport system is amongst the best performers nationally for flu vaccination.
- Finance At the end of February we reported a deficit of £31.5m against a planned deficit of £34m for 2018-19. We had also delivered £11.9m of our planned £15m cost improvement programme for the year. Our business groups have been working hard on developing robust plans and budgets for 2019-20, and it is important that we get off to a good start to the new financial year as we have agreed a control total with NHS Improvement to support our efforts to reach a break-even position, including delivering a cost improvement programme of £14.2m.

3. STRATEGY

Further developing our long-term strategy for the future will be a key focus for the Trust over the coming months. The publication of the Long Term Plan for the NHS presents a real opportunity to set out our ambitions for the Trust, and to further develop our partnership working. I am particularly keen for us to do more working on how we fully engage our clinicians in further developing and delivering our strategy, as well as thinking about how we continue to develop our place based partnerships in Stockport, and across Greater Manchester, East Cheshire and North Derbyshire.

4. STAFF RECRUITMENT

We can only deliver services and achieve our long-term strategy for the future if we have the staff with the right skills, so I really welcome the recent success we have had in attracting candidates for key consultant posts and appointing 88 nurses to roles in the Trust since January. As well as recruiting staff, we also need to make the Trust a great place to work so they want to stay with us, and it's good to see that we have also made improvements in the retention of registered nurses.

5. PARTNERSHIPS

Since joining the Trust I have spent a considerable amount of my time on building and strengthening relationships with our external partners, including commissioners, Viaduct, Mastercall and neighbouring Trusts. I have also begun to chair the Greater Manchester Elective Care Reform Programme with Dr Cath Briggs, Chair of Stockport CCG. We will be early adopters for the programme and I am excited about what this work will open up for the Trust and our partners. It will be a great opportunity for our clinical leaders and individuals from across the system to help shape cutting edge transformation of local services for the benefit of local people.

6. CARE QUALITY COMMISSION

In January 2019 we submitted the Safe High Quality Care Improvement Plan to the Care Quality Commission (CQC), and it was agreed with the CQC in March. The plan includes agreed actions to address the 12 "must dos" and 42 "should do" actions detailed in the CQC last inspection report.

7. AWARDS, EVENTS AND RECOGNITION

Increasingly the Trust, our staff and services are attracting local, regional and national recognition. Here is just a snapshot of recent awards, events, inspections and accreditations:

- Student Nursing Times Awards Sarah Booth, practice education facilitator, has been shortlisted for Mentor of the Year and Educator of the Year, while Zoe Ashworth, now working as a community nurse in Stockport, has been shortlisted for Adult Student Nurse of the Year. The winners will be announced on 26 April.
- HPMA Awards the Trust has been shortlisted in the Effective Use of Diversity category of these awards.
- Veterans Passport to raise awareness of the work the Trust is doing to support veterans our staff held a roadshow in Stepping Hill Hospital and also took part in a local GP master class.
- Safe Sleep Week our staff were out and about in the hospital and local community sharing information about how to keep babies safe while they sleep as part of this national campaign week.
- Making Smoking History to mark national No Smoking Day the Greater Manchester Health and Social Care Partnership launched the Making Smoking History campaign. The Trust is supporting the campaign by sharing materials across the organisation and through our social media sites.
- Critical Care NHS Stockport CCG Quality Team visited Critical Care and reported the unit was a well led, effective and responsive service with a professional, dedicated and enthusiastic team. The CCG said the local initiatives the team have implemented should be shared across Greater Manchester.
- Always Events Helen Lee, Professional lead for Patient Experience at NHS Improvement has asked the Trust to share its Always Events work nationally in recognition of the impact it has had on patient experience.
- Chief Nursing Officers Conference Alison Lynch, Director of Nursing and Quality Governance, was asked to speak at the conference by mark

Radcliffe, Deputy Chief Nursing Officer at NHS Improvement, to highlight the Trust's quality approach to recruitment and retention.

 Trauma and orthopaedics – the national GIRFT team have asked to use the Trust as an exemplar site for other organisation's to visit. The team was impressed by the way the Trust maintained its elective work over the winter and protected the elective orthopaedic unit.

8. **RECOMMENDATION**

The Council of Governors is asked to note the content of this report.



Report to:	Council of Governors	Date:	8 April 2019
Subject:	Nominations Committee Report		
Report of:	Chair	Prepared by:	S Katema

REPORT FOR APPROVAL

Corporate objective ref:	N/A	Summary of Report Identify key facts, risks and implications associated with the report content.
Board Assurance Framework ref:	N/A	The purpose of this report is to advise the Council of Governors of business conducted during a meeting of the Nominations Committee held on 14 March 2019.
CQC Registration Standards ref:	N/A	
Equality Impact Assessment:	Completed X Not required	
Attachments:		

This subject has previously been reported to:	 Board of Directors Council of Governors Audit Committee Executive Team Quality Committee F&P Committee 	 PP Committee SD Committee Charitable Funds Committee Nominations Committee Remuneration Committee Joint Negotiating Council Other

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1. INTRODUCTION

1.1 The purpose of this report is to advise the Council of Governors of business conducted during a meeting of the Nominations committee held on 14 March 2019.

2. BACKGROUND

- 2.1 The Nominations Committee met on 14 March 2019 and considered an agenda which included the following items:
 - Non-Executive Director Extensions to Terms of Office
 - Non-Executive Director Succession Planning & Recruitment
 - Chair Appraisal
 - Non-Executive Director Appraisal
 - Non-Executive Director Remuneration

3. MEETING OUTCOMES

3.1 Non-Executive Director Recruitment and Succession Planning

The Committee discussed the recruitment of a Non-Executive Director to replace Ms A Smith whose term of office expired on 31 March 2019. The Committee agreed to look for a disparate skill set and experience in the Non-Executive Director replacement for Ms Smith. The Committee reviewed the proposed options from recruitment agencies, with particular consideration to the overall cost; experience in recruiting NEDs and the approach that each agency would take in recruitment.

On a related note, the Committee considered a proposal to introduce Associate Non-Executive Directors as a developmental role. The role would be aimed at attracting people who had specific skills, but lacked the time to fulfil the role. The role could also be used as an opportunity for individuals to test whether they would like a non-executive director position when one became available. The Committee noted that associate non-executive directors would be members of the Board but would have no voting rights.

3.2 <u>Non-Executive Director – Extension to Terms of Office</u>

The Committee welcomed the continued involvement of both Dr Cheshire and Mrs Barber-Brown and the experience they brought to the Board. The Committee endorsed the recommendation to extend the tenures of Dr Cheshire for a further 12 months, and Mrs Barber-Brown for a second three year term respectively.

3.3 Chair Appraisal

The Senior Independent Director (SID) presented the outcomes of the Chair's Annual Appraisal to the Committee. It was noted that the appraisal had been conducted in the form of an open discussion on 25 January 2019. The appraisal had also been informed by anonymised feedback received from governors, executive directors and NEDs, as well as through a self-assessment against the Chair's

objectives from the previous 12 months.

3.4 Non-Executive Director Appraisal

The Committee was assured by the level of commitment of the cohort of nonexecutive directors. Mr Belton provided a brief outline to the Committee on the impact that each of the non-executive directors had made in discharging their duties.

3.5 <u>Non-Executive Director Remuneration</u> The Committee noted this item as a matter for future consideration.

4. **RECOMMENDATIONS**

- 4.1 The Council of Governors is recommended to:
 - Receive and note the report from the Nominations Committee
 - Approve the extension of Dr Cheshire's tenure, for a further 12 month period commencing 1 September 2019.
 - Approve the appointment of Mrs Barber-Brown for a second three year term commencing 1 September 2019.



Report to:	Council of Governors	Date:	8 April 2019
Subject:	Governor Committee – Terms of Reference		
Report of:	Interim Director of Corporate Affairs	Prepared by:	S Curtis

REPORT FOR APPROVAL

Corporate objective ref:	N/A	Summary of Report Identify key facts, risks and implications associated with the report content.
Board Assurance Framework ref:	N/A	The purpose of this report is to present the Terms of Reference for the Membership Engagement Committee and the Quality in Care Committee to the Council of Governors for approval.
CQC Registration Standards ref:	N/A	
Equality Impact Assessment:	Completed X Not required	

Attachments:Annex A – Membership Engagement Committee Terms of ReferenceAnnex B – Quality in Care Committee Terms of Reference

	Board of Directors	Exec Management Group
	Council of Governors	Charitable Funds Committee
	🗌 Audit Committee	Nominations Committee
This subject has previously been	Executive Team	Remuneration Committee
reported to:	Quality Committee	Joint Negotiating Council
•	F&P Committee	🔀 Other: <i>Membership</i>
	PP Committee	Engagement Committee;
		Quality in Care Committee

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1. INTRODUCTION

1.1 The purpose of this report is to present the Terms of Reference for the Membership Engagement Committee and the Quality in Care Committee to the Council of Governors for approval.

2. BACKGROUND

- 2.1 The Council of Governors approved proposed changes to Committee arrangements at its meeting held on 5 December 2018, establishing the following Committees:
 - Governance Committee
 - Membership Engagement Committee
 - Quality in Care Committee

3. CURRENT SITUATION

- 3.1 Initial meetings of the new Committees were held as follows:
 - Membership Engagement Committee 7 March 2019
 - Quality in Care Committee 26 March 2019.

A review of the Terms of Reference was completed by Committee members during the above meetings.

3.2 A number of minor amendments were proposed to the Terms of Reference for the Quality in Care Committee. Proposed amendments are identified by use of bold italic in the document included at Annex B of the report. Both Committees subsequently recommended the Committee Terms of Reference to the Council of Governors for approval.

4. **RECOMMENDATIONS**

- 4.1 The Council of Governors is recommended to:
 - Approve the Terms of Reference for the Membership Engagement Committee as presented at Annex A.
 - Approve the Terms of Reference for the Quality in Care Committee as presented at Annex B.

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COUNCIL OF GOVERNORS MEMBERSHIP ENGAGEMENT COMMITTEE

TERMS OF REFERENCE

1. CONSTITUTION

1.1 The Council of Governors hereby resolves to establish a Committee of the Council, to be known as the Membership Engagement Committee (*hereinafter referred to as 'the Committee'*). The Committee is a non-executive Committee of the Council of Governors and has no executive powers, other than those specifically delegated within these terms of reference.

2. REMIT AND FUNCTIONS OF THE COMMITTEE

- 2.1 The Committee is established to consider Membership matters related to the duties and responsibilities of the Council of Governors and to make recommendations, where appropriate, to the Council of Governors for approval.
- 2.2 The main functions of the Committee are to:
 - i. participate in periodic reviews of the Trust's Membership Strategy and recommend revised strategy documents to the Council of Governors for approval.
 - ii. monitor delivery of the Trust's Membership Strategy and formulate Annual Membership Plans to facilitate delivery. Annual Membership Plans will include:
 - Review of progress with the Membership Strategy
 - Annual recruitment targets
 - Recruitment and engagement plans
 - iii. monitor delivery of the Annual Membership Plan through scrutiny of regular membership reports from the Communications Team.
 - iv. use the membership report content to analyse the public membership profile and seek assurance that the membership remains representative of the local population.

- v. contribute to the development of membership materials, including content of the Members' Newsletter.
- vi. contribute to the preparation and delivery of an annual programme of members' events.
- vii. support delivery of the Annual Membership Plan through; distribution of promotional materials, such as posters, newsletters and leaflets, raising awareness by attendance at public events and meetings and supporting member engagement activities.
- viii. identify opportunities for developing Governor and Member engagement and support activities in this area.

3. COMPOSITION AND CONDUCT OF THE COMMITTEE

- 3.1 Committee membership will be determined bi-annually by the Council of Governors and may include public, staff and appointed governors. The Chair and Deputy Chair of the Committee will be elected by the Committee members on a bi-annual basis. In the event that the Chair and the Deputy Chair are unable to attend a meeting, the remaining members will elect a Chair for the meeting from amongst those present.
- 3.2 The Chair of the Council of Governors will be routinely invited to attend meetings in order to present and provide clarification on issues, and with the consent of the Chair will be permitted to participate in the debate. However, only members of the Committee are permitted to vote.
- 3.3 Membership of the Committee will be reviewed bi-annually at the first meeting of the Council of Governors after the Annual Members Meeting. Governors will be invited to express an interest in membership of the Committee prior to that meeting of the Council of Governors. Vacancies will be filled by open self nomination and election by the Council of Governors if necessary for the appropriate term.
- 3.4 All Governors will be welcome to attend but speaking rights will be subject to the permission of the Chair and voting rights confined to formal members of the Committee.
- 3.5 There is an expectation that members will attend all Committee meetings during each financial year. Individual attendance levels will be monitored by the Chair of the Committee who will take appropriate measures to address any repeated instances of non-attendance.
- 3.6 *Quorum.* No business shall be transacted unless at least four of the members of the Committee are present.

- 3.7 **Notice of meeting**. Before each meeting, a notice of the meeting specifying the business proposed to be transacted shall be sent by post or electronic mail to the usual place of business or residence of each member, so as to be available at least three clear working days before the meeting.
- 3.8 *Frequency of meetings.* The Committee will normally meet on a quarterly basis. The Chair may, however, call a meeting at any time provided that notice of the meeting is given as specified in s. 3.7 above.
- 3.9 *Minutes.* The minutes of meetings shall be formally recorded by a member of the Corporate Governance team. Draft minutes will be checked by the Chair, will be circulated to Committee members as soon as practicable and will be submitted for agreement at the next ensuing meeting, whereupon they will be signed by the person presiding at it.
- 3.10 **Administration**. The Committee shall be supported administratively by the Company Secretary, whose duties shall include: advising the Committee on pertinent areas, agreement of the agenda with the Chair and collation of papers and producing the minutes of the meeting.

4. RELATIONSHIP WITH THE COUNCIL OF GOVERNORS

4.1 The Committee will provide a summary report of business conducted to the Council of Governors together with any relevant recommendations. The Council of Governors will use that report as the basis for their decisions, but would remain accountable for taking the decision. Minutes of the meetings of the Council of Governors will record such decisions.

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COUNCIL OF GOVERNORS QUALITY IN CARE COMMITTEE

TERMS OF REFERENCE

1. CONSTITUTION

1.1 The Council of Governors hereby resolves to establish a Committee of the Council, to be known as the Quality in Care Committee *(hereinafter referred to as 'the Committee')*. The Committee is a non-executive Committee of the Council of Governors and has no executive powers, other than those specifically delegated within these terms of reference.

2. REMIT AND FUNCTIONS OF THE COMMITTEE

- 2.1 The Committee is established to consider matters of quality related to the duties and responsibilities of the Council of Governors and to make recommendations, where appropriate, to the Council of Governors for approval.
- 2.2 The main functions of the Committee are to:
 - i. provide a Governor perspective on content and delivery of the Trust's Quality Improvement Plan.
 - ii. receive reports on the progress with the achievement of the Quality Account objectives and be involved in the setting of future objectives
 - i. receive feedback from the Board's Quality Committee by means of a Key Issues Report and a report from Governor observers.
 - provide a view on the content and presentation of the Trust's Annual Quality Report and collectively prepare the 'Statement from Governors' for inclusion in the report.
 - iii. select an appropriate indicator for audit, as part of the audit of the Annual Quality Report, on behalf of the Council of Governors
 - iv. consider and propose ways in which Governors and the wider public can be engaged in both the Trust's Quality Improvement Plan and patient experience activities.

- v. provide a Governor perspective on the content and delivery of the Trust's patient experience initiatives.
- vi. Consider outcomes of patient satisfaction surveys, both national and local, to gain an understanding of levels of patient experience.
- vii. Provide a Governor view on outcomes of Patient-Led Assessment of the Care Environment (PLACE) inspections.
- viii. Receive quarterly learning from experience reports, including complaints, *compliments*, claims, incidents and inquest.

3. COMPOSITION AND CONDUCT OF THE COMMITTEE

- 3.1 Committee membership will be determined bi-annually by the Council of Governors and may include public, staff and appointed governors. The Chair and Deputy Chair of the Committee will be elected by the Committee members on a bi-annual basis. In the event that the Chair and the Deputy Chair are unable to attend a meeting, the remaining members will elect a Chair for the meeting from amongst those present.
- 3.2 The Chair of the Quality Committee, the Deputy Chief Nurse and the Matron for Patient Experience will be routinely invited to attend meetings in order in order to present and provide clarification on issues, and with the consent of the Chair will be permitted to participate in the debate. The Chair of the Quality in Care Committee may also invite the Medical Director and the Chief Nurse to attend, however it is anticipated that this will not be routine. However, only members of the Committee are permitted to vote.
- 3.3 Membership of the Committee will be reviewed bi-annually at the first meeting of the Council of Governors after the Annual Members Meeting. Governors will be invited to express an interest in membership of the Committee prior to that meeting of the Council of Governors. Vacancies will be filled by open self nomination and election by the Council of Governors if necessary for the appropriate term.
- 3.4 All Governors will be welcome to attend but speaking rights will be subject to the permission of the Chair and voting rights confined to formal members of the Committee.
- 3.5 There is an expectation that members will attend all Committee meetings during each financial year. Individual attendance levels will be monitored by the Chair of the Committee who will take appropriate measures to address any repeated instances of non-attendance *without an acceptable reason*.
- 3.6 *Quorum*. No business shall be transacted unless at least four members of the Committee are present.

- 3.7 **Notice of meeting**. Before each meeting, a notice of the meeting specifying the business proposed to be transacted shall be sent by post or electronic mail to the usual place of business or residence of each member, so as to be available at least three clear working days before the meeting.
- 3.8 *Frequency of meetings*. The Committee will meet on a quarterly basis. The Chair may, however, call a meeting at any time provided that notice of the meeting is given as specified in s. 3.7 above.
- 3.9 *Minutes.* The minutes of meetings shall be formally recorded by a member of the Corporate Governance team. Draft minutes will be checked by the Chair, will be circulated to Committee members as soon as practicable and will be submitted for agreement at the next ensuing meeting, whereupon they will be signed by the person presiding at it.
- 3.10 **Administration**. The Committee shall be supported administratively by a member of the Corporate Governance team whose duties shall include: advising the Committee on pertinent areas, agreement of the agenda with the Chair and collation of papers and producing the minutes of the meeting.

4. RELATIONSHIP WITH THE COUNCIL OF GOVERNORS

4.1 The Committee will provide a summary report of business conducted to the Council of Governors together with any relevant recommendations. The Council of Governors will use that report as the basis for their decisions, but would remain accountable for taking the decision. Minutes of the meetings of the Council of Governors will record such decisions.

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Report of: Eve Brown

Date of Meeting: 8 April 2019

Report of the Membership Engagement Committee

1. Present

Governors Present		
Linda Appleton		
Eve Brown		
Kathryn Glass		
Roy Greenwood		
Caroline Mitchell		

Trust Representatives Holly Cubitt Soile Curtis Helen O'Brien

2. Meetings held on

A meeting of the Committee was held on 7 March 2019.

3. Agenda Items

- 1. Appointment of Committee Chair and Deputy Chair
- 2. Terms of Reference Report
- 3. Membership Report

4. Issues to be brought to the attention of the Council of Governors

1. Appointment of Committee Chair and Deputy Chair

Mrs E Brown and Mr R Greenwood were elected as Committee Chair and Deputy Chair respectively.

2. Terms of Reference Report

The Committee considered the draft Membership Engagement Committee Terms of Reference and subsequently recommended them to the Council of Governors for approval. A separate Committee Terms of Reference Report is included on the Council of Governors' agenda.

3. Membership Report

Mrs H O'Brien, Communications Manager, presented a Membership Report which covered the following subject areas:

- Membership Numbers
- Membership Strategy
- Proposed Membership Survey
- Stepping Up Spring Edition.

The Committee considered and approved a Membership Strategy which had been devised by a Task & Finish Group. The Committee also approved the format of a Membership Survey, which would include a covering note from the Chair and a prepaid envelope.

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The Committee considered a draft copy of the Spring Edition of the Stepping Up newsletter and received feedback from the 'Eye Opener' health talk held in November 2018.

Report of: Gerry Wright

Date of Meeting: 8 April 2019

Report of the Quality in Care Committee

1. Present

Governors Present Gerry Wright Richard King Linda Appleton Ron Catlow Tony Johnson Caroline Mitchell Lance Dowson Jo Keyes Tad Kondratowicz Lynne Woodward	Governor Observers Eve Brown	Trust Representatives Helen Howard Sharon Katema Alison Lynch
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2. Meetings held on

A meeting of the Committee was held on 26 March 2019.

3. Agenda Items

- 1. Appointment of Committee Chair and Deputy Chair
- 2. Terms of Reference
- 3. Summary Hospital-Level Mortality Indicator (SHMI)
- 4. Patient Safety Walk Rounds
- 5. Quality Improvement Priorities Progress

4. Issues to be brought to the attention of the Council of Governors

1. Appointment of Chair and Deputy Chair

Mr G Wright and Mr R King were appointed as chair and deputy chair respectively.

2. Terms of Reference

Ms A Lynch presented the Terms of Reference for the Committee. The Committee reviewed and approved the Terms of Reference subject to the below amendments:

- S2.2(viii) so it reflects compliments and complaints
- Addition of without acceptable reason to S3.5

3. Summary Hospital-Level Mortality Indicator (SHMI)

Ms Lynch presented the update which summarised the SHMI Index, as well as the wider issue of mortality oversight and current related projects. She highlighted that the SHMI considered all patients who died within 30 days of a hospital admission, while the HSMR only considered patients who died in hospital.

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The Committee were given a brief description on how the Trust calculates the SHMI and noted that Stockport currently had a SHMI of 0.97 which was slightly better than average.

4. Patient Safety Walk Rounds – Update & Feedback

Ms H Howard presented a report which provided information on patient safety walk rounds undertaken between October 2018 and February 2019. In thanking the governors for their continued support, it was noted that there was an average of 4 governors attending the walk rounds. The Committee noted the themes of the issues raised and the actions undertaken to mitigate the issues.

5. Quality Improvement Priorities – Quarter 2

Ms Howard presented the report which highlighted progress against Quality Improvement Priorities for 2018/19 as well as the proposed priority indicators to be taken forward in 2019/20.

The Committee were advised that the Quality Improvement priorities had been presented to the Quality Committee as well as at an engagement event with senior nursing staff. The outcomes from these priorities would be reported in the Quality Account 2018/19.

The Committee was advised that the proposed indicators for 2019/20 included the following:

- Safety: pressure ulcers; inpatient falls and sepsis
- Effectiveness: discharge planning; Accreditation for Continued Excellence (ACE) Programme and deteriorating patients
- Experience: Advanced care planning; strategic staffing review and inpatient survey.

The Committee noted the good progress made against the priorities for 2018/19 and commended Ms Howard for the excellent presentation.